

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

H&S JOURNAL SQUARE ASSOCIATES LLC,

Case No. 11-11623 (JMP)

Debtor.
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**STIPULATION AND ORDER RESOLVING MOTION BROUGHT BY
CHAPTER 11 TRUSTEE OF BURNSIDE LOT STORES, INC.
SEEKING AN ORDER COMPELLING
THE SALE OF THE DEBTOR'S REAL PROPERTY**

WHEREAS, on April 6, 2011 the Debtor filed a voluntary petition
for relief under Chapter 11 of the Bankruptcy Code; and

WHEREAS, Gregory M. Messer, Esq. ("Messer") was appointed as
Chapter 11 Trustee of the substantively consolidated cases of Burnside Lot Stores,
Inc., et al. (081299 JMP) ("Lot Stores") pursuant to order dated December 18,
2008; and

WHEREAS, the Debtor guaranteed the obligations owed under a
certain funding agreement with Messer to discharge the Lot Stores plan of
reorganization as modified (the "Lot Store Plan"); and

WHEREAS, there has been a default in payment of monies owed to
Messer under the Lot Store Plan; and

WHEREAS, by motion dated August 5, 2011 Messer has brought on a motion, seeking *inter alia* to have an order entered compelling the sale of the real property owned by the Debtor in furtherance of its guarantee of the Lot Store Plan; and

WHEREAS, Messer and the Debtor wish to amicably settle the motion under the terms and conditions described below, it is

NOW, therefore stipulated and agreed by and between the attorneys for the Debtor and Messer as follows:

1. On or before September 7, 2011 the Debtor shall notice for Bankruptcy Court approval, an application and order seeking to retain Eastern Consolidated Properties, Inc. (“Eastern Consolidated”) as its Real Estate Broker to assist the Debtor to locate a potential purchaser (a “Stalking Horse Contract”) for its real property located at 912-921 Bergen Avenue, Jersey City, New Jersey (“Property”).

2. On or before September 15, 2011 the Debtor shall file with the Bankruptcy Court a Chapter 11 plan of reorganization and supporting disclosure statement providing inter alia ultimately for a post-confirmation sale of the Property with the assistance of Eastern Consolidated, or a subsequent auction thereof to be conducted by Messer or under his direction, in the event Eastern Consolidated is unable to obtain a Stalking Horse Contract on or before October 30, 2011.

3. On or before September 15, 2011 the Debtor shall file and serve a motion objecting to the claim of CA-912-921 Bergen Avenue, LLC in whole or part. The objection shall be made returnable on October 4, 2011, with responsive papers due on September 27, 2011.

4. On or before October 30, 2011 the Debtor shall sign a so-called "Stalking-Horse" contract for the Property with bidding procedures to be subsequently established by further order of the Bankruptcy Court and otherwise subject to higher and better bids.

Dated: New York, New York
September 1, 2011

Goldberg Weprin Finkel Goldstein LLP
Attorneys for the Debtor
1501 Broadway, 22nd Floor
New York, NY 10036
Tel: (212) 221-5700

Lamonica Herbst & Maniscalco, LLP
Attorneys for Messer
3305 Jerusalem Avenue, Ste. 201
Wantagh, NY 11793
Tel: (516) 826-6500

By: s/ Kevin J. Nash
Kevin J. Nash, Esq.

By: s/ Gary F. Herbst
Gary F. Herbst, Esq.

SO ORDERED:

Dated: New York, New York
September 8, 2011

s/ James M. Peck
Honorable James M. Peck
United States Bankruptcy Judge